

**TRADEMARK ASSIGNMENT**

Electronic Version v1.1  
 Stylesheet Version v1.1

SUBMISSION TYPE:	NEW ASSIGNMENT
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NATURE OF CONVEYANCE:	MERGER
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CONVEYING PARTY DATA			
Name	Formerly	Execution Date	Entity Type
Data Industrial Corporation		12/18/2002	CORPORATION: MASSACHUSETTS

RECEIVING PARTY DATA	
Name:	Badger Meter, Inc.
Street Address:	4545 West Brown Deer Road
City:	Milwaukee
State/Country:	WISCONSIN
Postal Code:	53223
Entity Type:	CORPORATION: WISCONSIN

PROPERTY NUMBERS Total: 2		
Property Type	Number	Word Mark
Registration Number:	1828114	DATA INDUSTRIAL
Registration Number:	2713999	SDI FLOW SENSOR

CORRESPONDENCE DATA	
Fax Number:	(414)271-3552
<i>Correspondence will be sent via US Mail when the fax attempt is unsuccessful.</i>	
Phone:	414 277 5000
Email:	tm-dept@quarles.com
Correspondent Name:	Marta S. Levine
Address Line 1:	Quarles & Brady LLP
Address Line 2:	411 East Wisconsin Avenue
Address Line 4:	Milwaukee, WISCONSIN 53202

ATTORNEY DOCKET NUMBER:	140315.00008
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NAME OF SUBMITTER:	Marta S. Levne
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Total Attachments: 5  
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# The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS (General Laws, Chapter 156B, Section 82)

We, Richard A. Meeusen, \*President / \*Vice-President,

and Deirdre C. Elliott, \*Clerk / \*Assistant Clerk,

of ⑤ Badger Meter, Inc.

(Exact name of corporation)

organized under the laws of Wisconsin and herein called the parent corporation,

certify as follows:

1. That the subsidiary corporation(s) to be merged into the parent corporation is/are:

NAME	STATE OF ORGANIZATION	DATE OF ORGANIZATION
④ Data Industrial Corporation	Massachusetts	December 1, 1992

2. The parent corporation, at the date of the vote, owned not less than ninety percent (90%) of the outstanding shares of each class of stock of the subsidiary corporation or corporations with which it has voted to merge.

Item 3 below may be deleted if all the corporations are organized under the laws of Massachusetts and if General Laws, Chapter 156B is applicable to them.

3. That in the case of each of the above named corporations, the laws of the state of its organization, if other than Massachusetts, permit the merger herein described, and that all action required under the laws of each such state in connection with this merger has been duly taken.

\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.

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REEL: 002797 FRAME: 0341

4. That at a meeting of the directors of the parent corporation, the following vote, pursuant to General Laws, Chapter 156B, Section 82, Subsection (a) was duly adopted:

RESOLVED, that Data Industrial Corporation shall be dissolved as of December 31, 2002, as a Massachusetts corporation and fully merged into Badger Meter, Inc., and that the corporate officers of the Company are hereby authorized to undertake the appropriate actions to effectuate the dissolution.

*Note: Votes, for which the space provided above is not sufficient, should be listed on additional sheets to be numbered 4A, 4B, etc. Additional sheets must be 8 1/2 x 11 and have a left hand margin of 1 inch. Only one side should be used.*

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REEL: 002797 FRAME: 0342

I hereby certify that I am the duly elected and qualified Clerk and the keeper of the records and the corporate seal of Data Industrial Corporation, which is a corporation duly organized and existing under the laws of the Commonwealth of Massachusetts, that the following is a true and correct copy of a Certificate of Share Ownership and that said Certificate is in conformity with the charter and bylaws of said corporation, and has not been rescinded or modified.

### CERTIFICATE OF SHARE OWNERSHIP

The share ownership of Data Industrial Corporation, is as follows:

100 percent shares outstanding owned by  
Badger Meter, Inc.

December 18, 2002  
Date

Deirdre C. Elliott  
Deirdre C. Elliott, Clerk

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REEL: 002797 FRAME: 0343

5. The effective date of the merger shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date, which shall not be more than *thirty days* after the date of filing: January 1, 2003

Section 6 below may be deleted if the parent corporation is organized under the laws of Massachusetts.

6. The parent corporation hereby agrees that it may be sued in the Commonwealth of Massachusetts for any prior obligation of any corporation organized under the laws of Massachusetts with which it has merged, and any obligation hereafter incurred by the parent corporation, including the obligation created by General Laws, Chapter 156B, Section 82, Subsection (e), so long as any liability remains outstanding against the parent corporation in the Commonwealth of Massachusetts, and it hereby irrevocably appoints the Secretary of the Commonwealth as its agent to accept service of process in any action for the enforcement of any such obligations, including taxes, in the same manner as provided in Chapter 181.

SIGNED UNDER THE PENALTIES OF PERJURY, this 18th day of December, 20 02.

Bill A Meun, \*President / \*Vice-President.

Nincha C. Elliott, \*Clerk / \*Assistant-Clerk.

*\*Delete the inapplicable words. In case the parent corporation is organized under the laws of a state other than Massachusetts, these articles are to be signed by officers having corresponding powers and duties.*

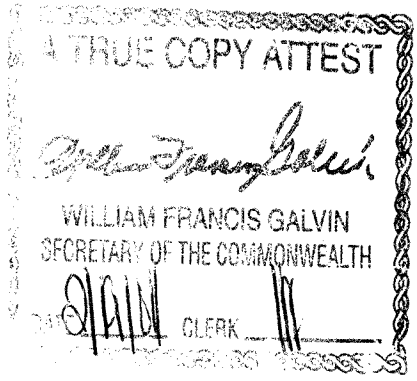
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THE COMMONWEALTH OF MASSACHUSETTS

ARTICLES OF MERGER OF PARENT AND SUBSIDIARY CORPORATIONS  
(General Laws, Chapter 156B, Section 82)

I hereby approve the within Articles of Merger of Parent and Subsidiary Corporations and, the filing fee in the amount of \$ 250, having been paid, said articles are deemed to have been filed with me this 24<sup>th</sup> day of December, 20 02.

Effective date: January 1, 2003



*William Francis Galvin*

WILLIAM FRANCIS GALVIN  
*Secretary of the Commonwealth*

RECEIVED  
CORPORATION DIVISION  
02 DEC 24 PM 12: 24

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

Deirdre C. Elliott  
Badger Meter, Inc.

4545 West Brown Deer Road

Milwaukee, WI 53223

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